

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**


<b>IN RE:</b>	§	<b>Chapter 11</b>
	§	
<b>W. R. GRACE &amp; CO.</b>	§	
<b>a Delaware corporation, <u>et al.</u>,</b>	§	<b>Case No. 01-01139 (JKF)</b>
	§	
<b>Debtors.</b>	§	<b>Jointly Administered</b>
	§	
	§	<b>Re: Docket No. 7535</b>

**CERTIFICATION OF NO OBJECTION  
REGARDING DOCKET NO. 7535**

The undersigned hereby certifies that, as of the date hereof, he or she has received no answer, objection or other responsive pleading to the Notice of Monthly Fee and Expense Invoice (the "Invoice"), for December 1, 2004 through December 31, 2004 filed on January 12, 2005. The undersigned further certifies that he or she has reviewed the Court's docket in this case and no answer, objection or other responsive pleading to the Invoice appears thereon. Pursuant to the Invoice, objections to the Invoice were to be filed and served no later than February 1, 2005. Thus Debtors are authorized to pay the undersigned eighty percent (80%) of the fees and one hundred percent (100%) of the expenses requested in the Invoice.

February 9, 2005

**WARREN H. SMITH & ASSOCIATES, P.C.**

By:   
Warren H. Smith  
State Bar No. 18757050

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**FEE AUDITOR**